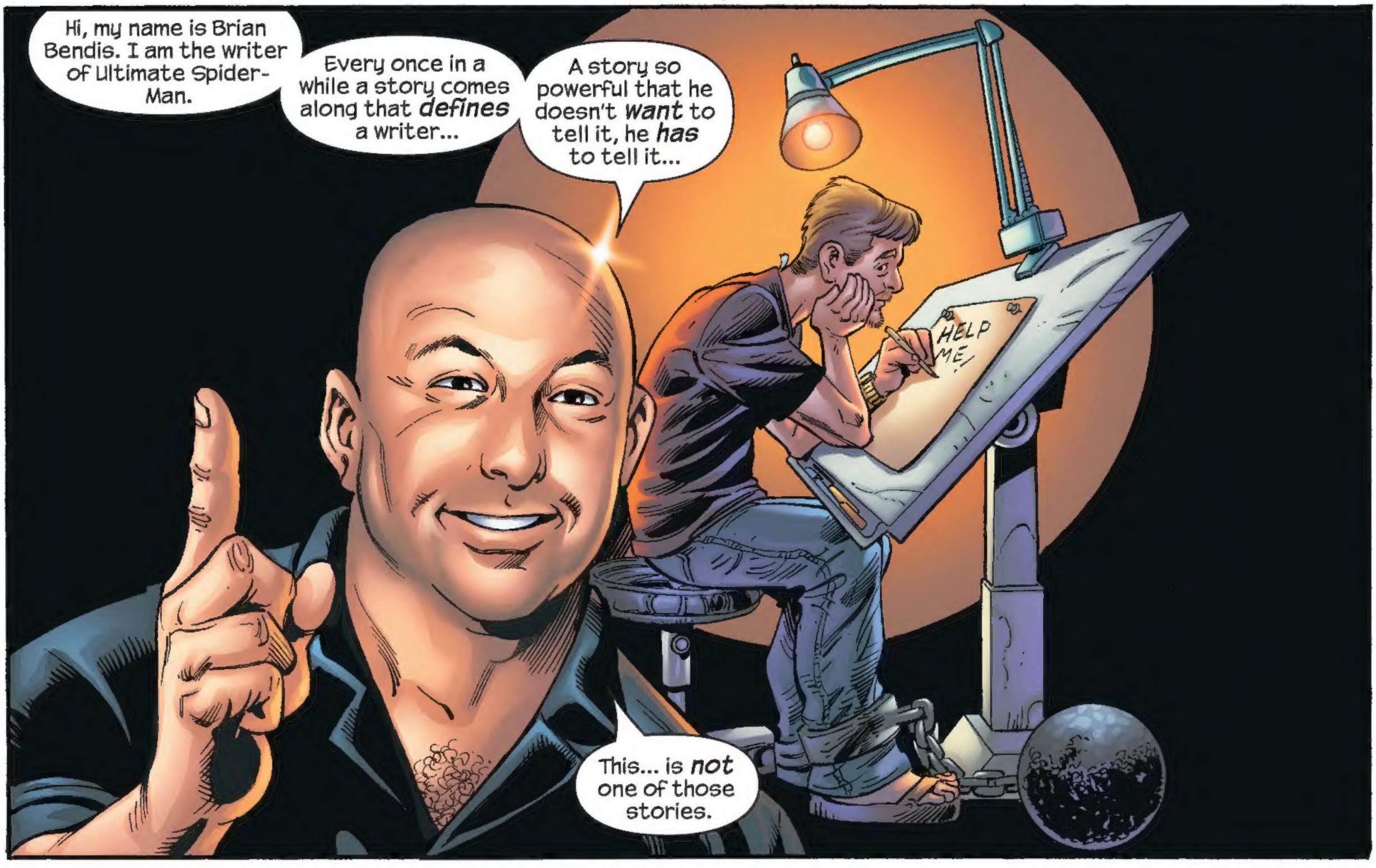




The bite of a genetically altered spider granted high school student Peter Parker incredible, arachnid-like powers: strength, agility, a spider-like sixth sense warning him of personal danger, and most amazing of all-- Peter can walk on walls. When a burglar killed his beloved Uncle Ben, a grief-stricken Peter vowed to use his amazing abilities to protect his fellow man. He learned the invaluable lesson that with great power there must also come great responsibility!

Now the fledgling super hero lives with his widowed Aunt May and tries to balance a full high school curriculum, a night job as a web designer for the Daily Bugle tabloid, a relationship with the beautiful Mary Jane Watson, a friendship with Gwen Stacy--the girl living at his house since her father's death-- and swing time as the misunderstood, web-slinging Spider-Man.



## PREVIOUSLY IN ULTIMATE SPIDER-MAN

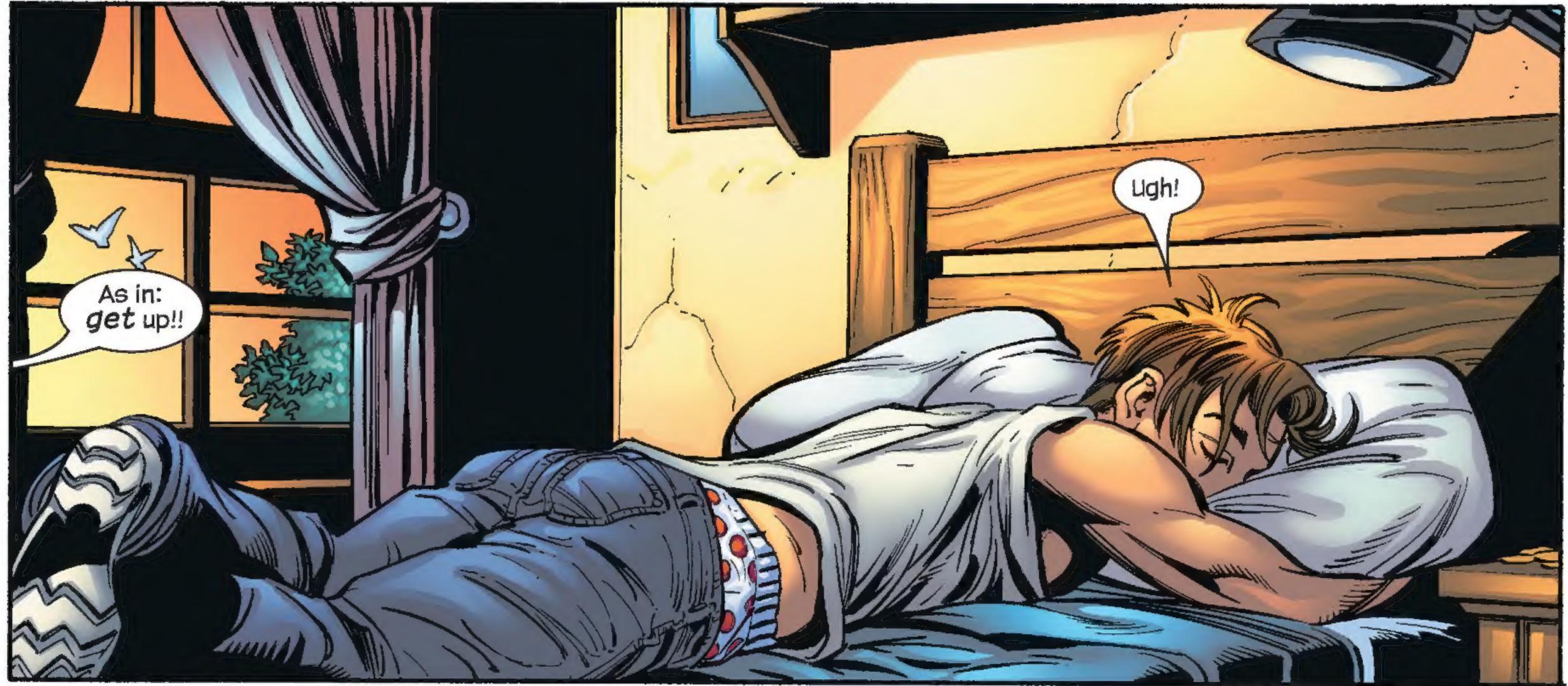
Logan, the mutant known as Wolverine— a former assassin, a masterless Samurai— is now a premiere member of the world famous X-Men. Wolverine's amazing powers include heightened animal senses, a dazzling healing factor, and an unbreakable skeleton with claws that pop out of each hand.

Peter Parker's alter ego Spider-Man has had numerous run-ins with this mysterious mutant without a past, and every one of them has involved Spider-Man's life being put in serious danger.

## EVEN WE DON'T BELIEVE THIS

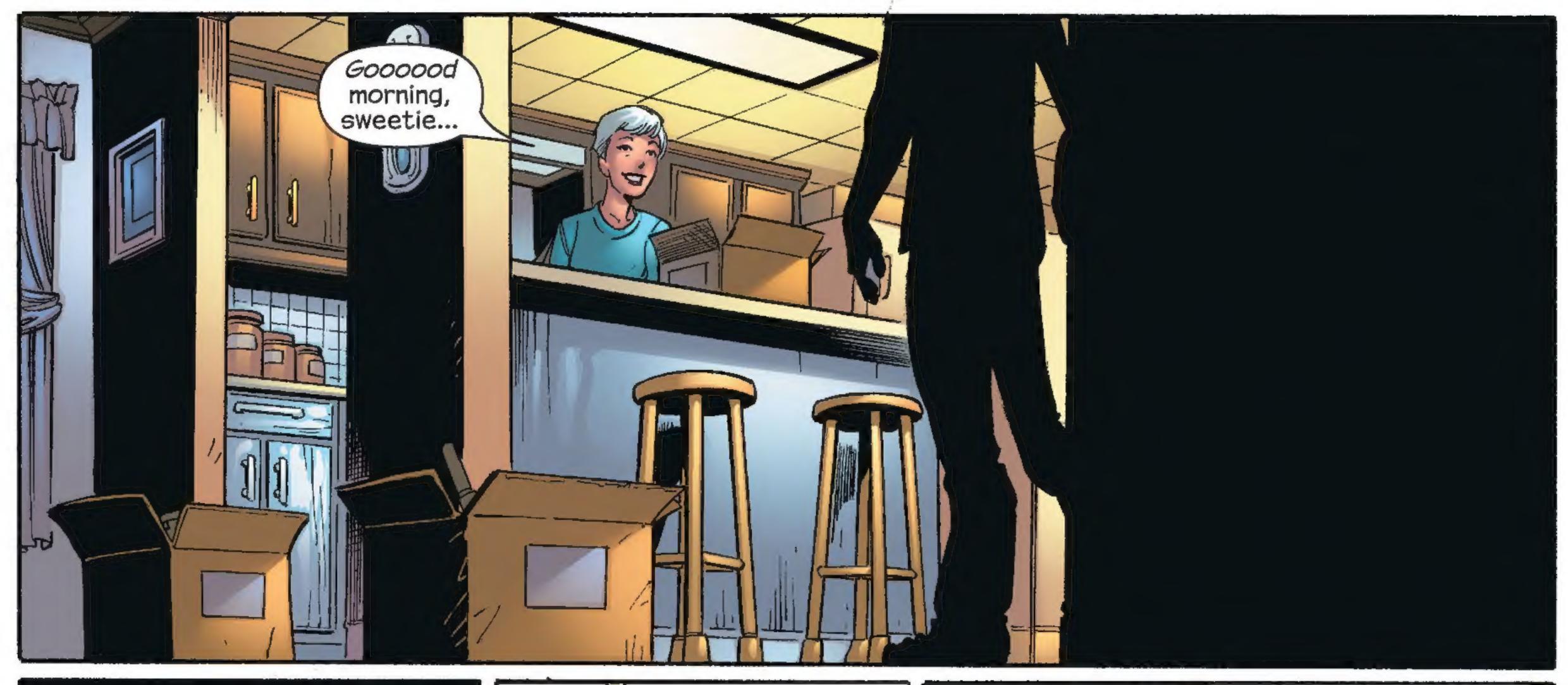


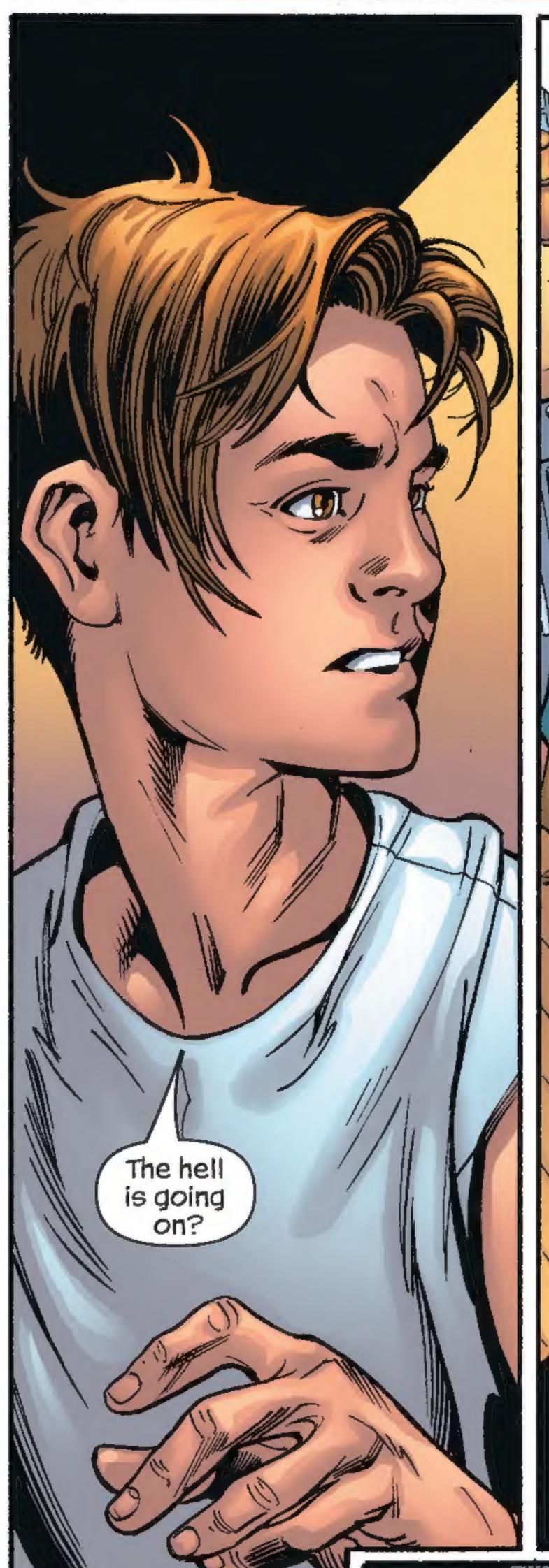




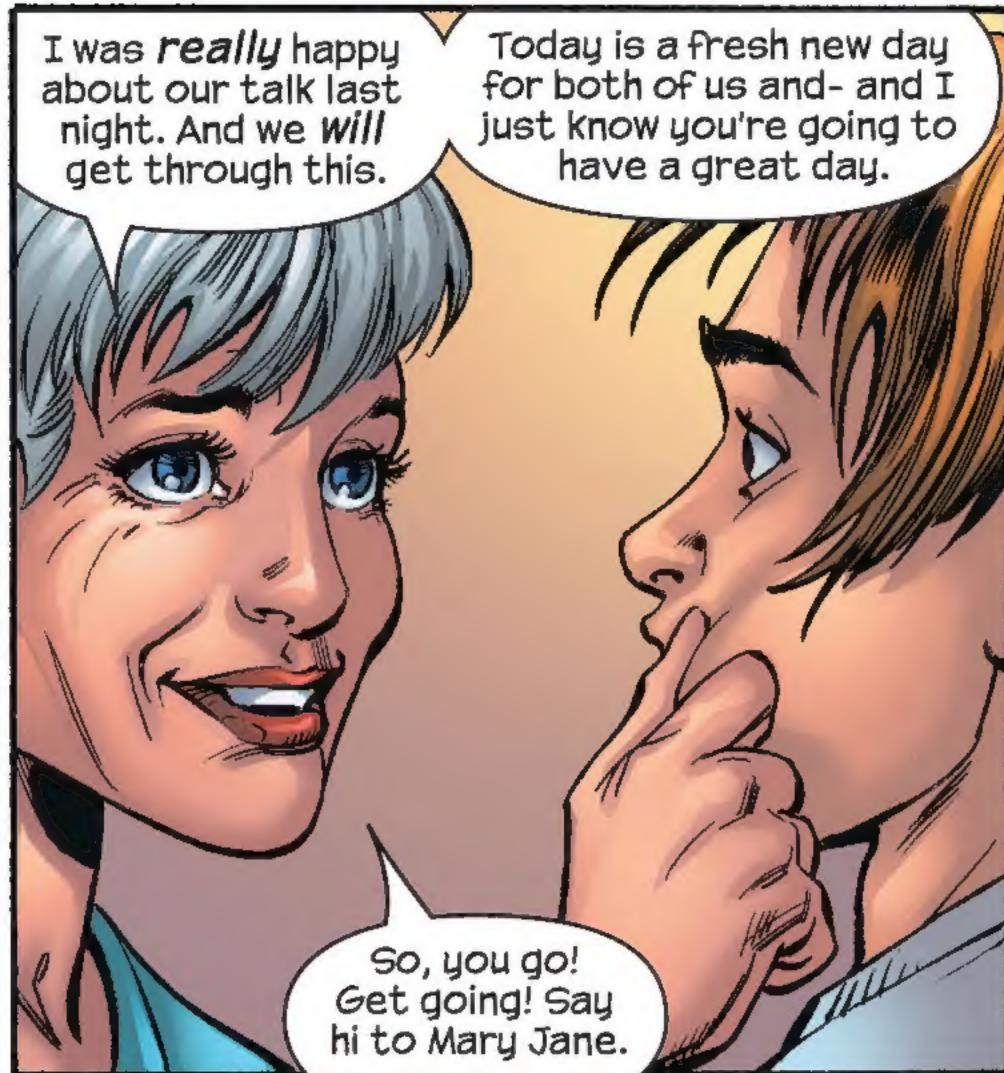


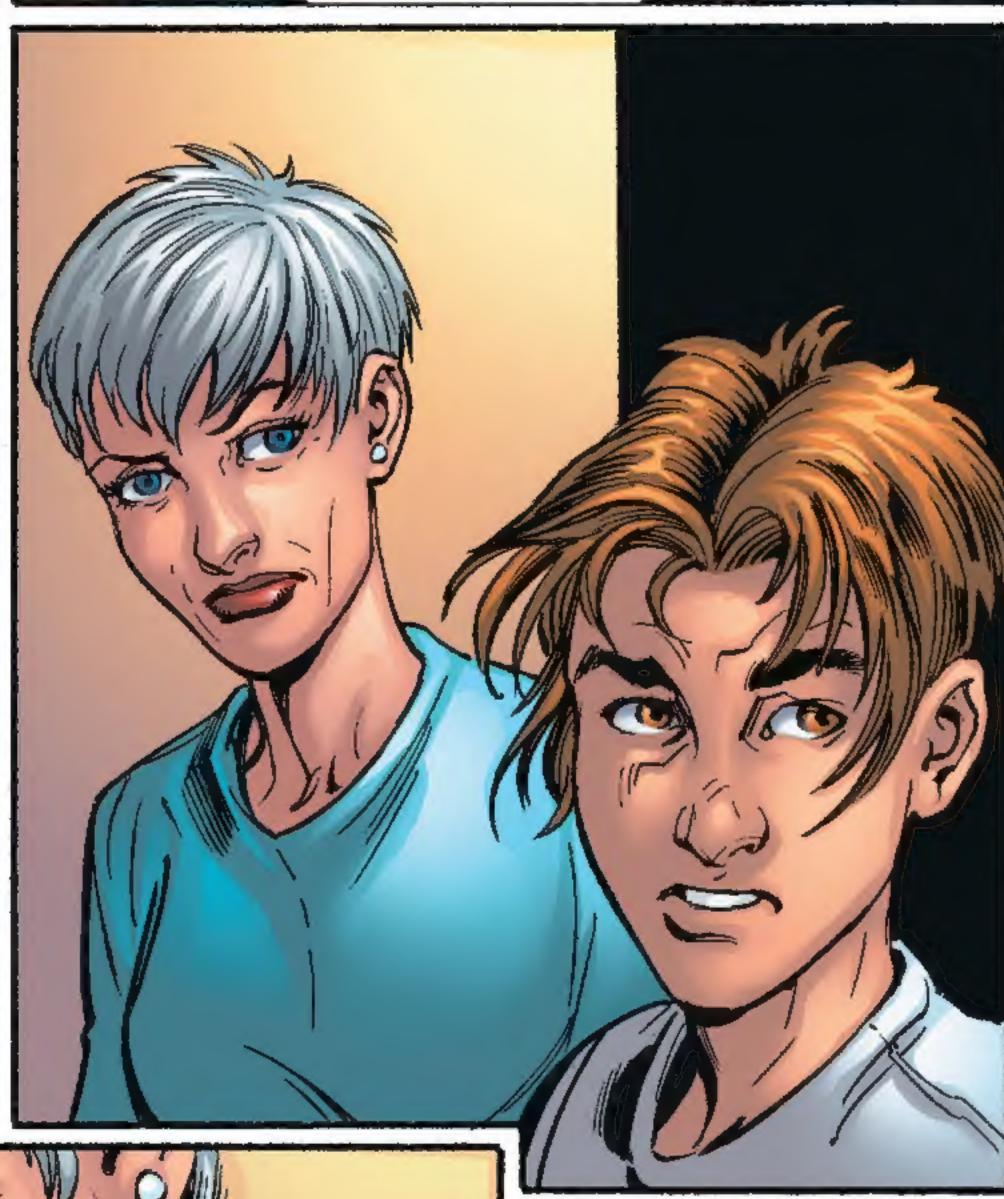






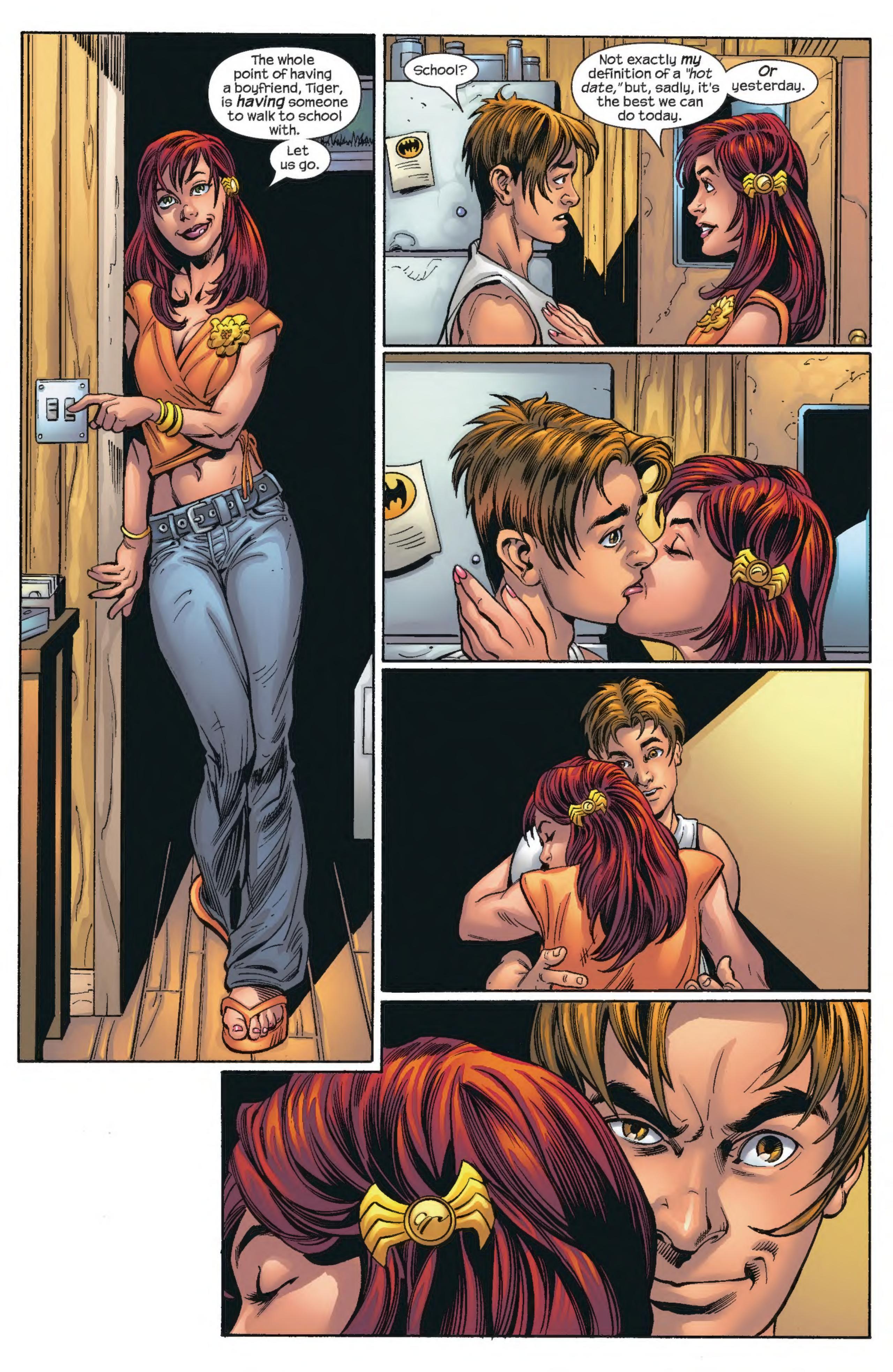








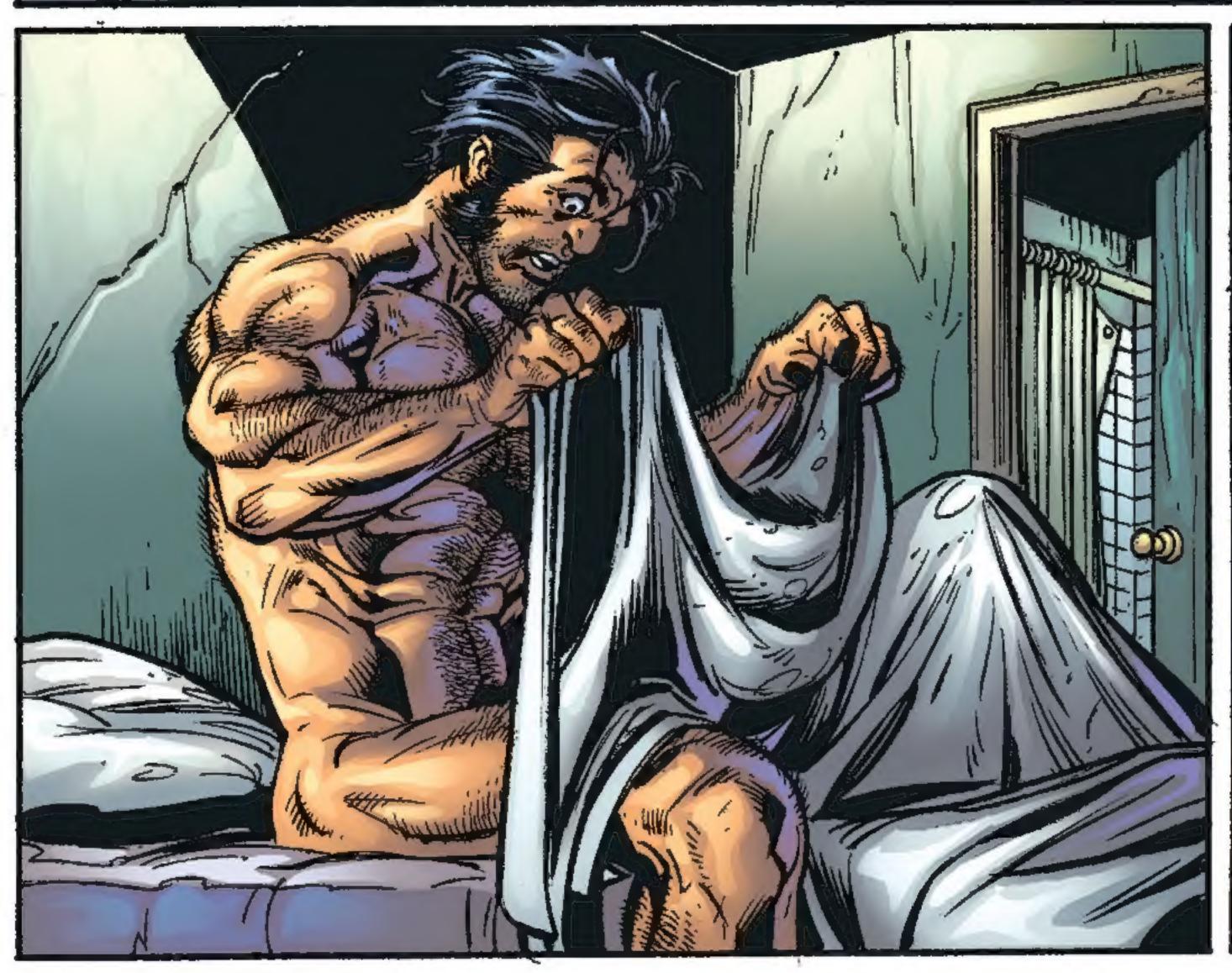










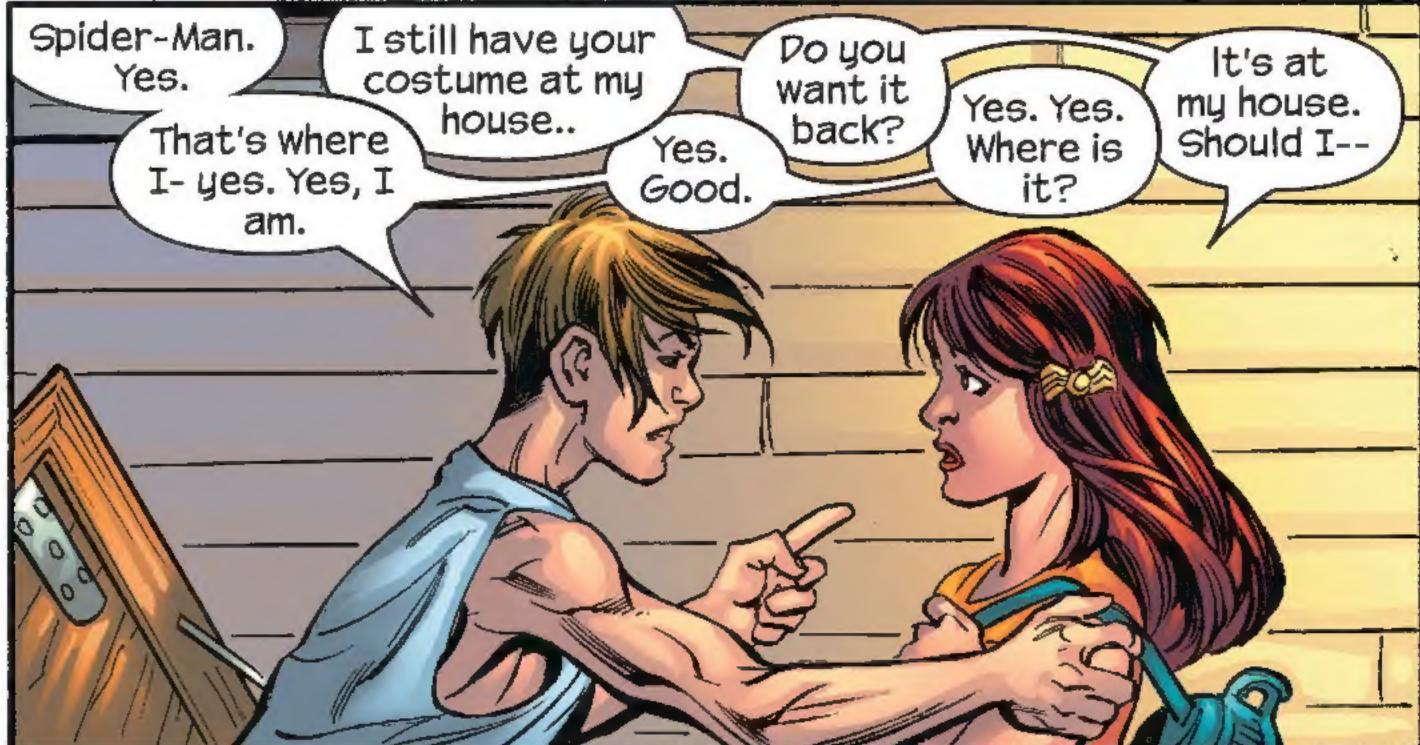






























What did you do? What freaky mutant thing did you do to me that I am in your hairy beast body??

Why am I in your body? Why am I looking at you in a mirror of some gross hotel in the middle of God-knowswhere?

> What did you do to me? What kind of mutant virus did you infect me with?

